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March 25, 2005

Ms. Marlene H. Dortch
Secretary
Office of the Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

RE: Memorandum of Ex Parte Communication
WC Docket No. 05-65, In the Matter of SBC Communications Inc. and AT&T
Corp. Applications for Approval of Transfer Of Control

Dear Ms. Dortch:

On March 24, 2005, Jeane Thomas, Michael Van Arsdall, and Mike Lazarus with SBC's outside counsel Crowell and Moring LLC; John Gibson, and the undersigned both of SBC Services, Inc. (SBC) met with Kent Nilsson of the Office of Engineering and Technology and the Office of General Counsel; Jim Bird, C. Anthony Bush, Ann Bushmiller, Karen Onyeije and Joel Rabinovitz of the Office of General Counsel; Ben Childers, Bill Dever, Marcus Maher, Pamela Megna, Jon Minkoff, Craig Stroup, Rodger Woock and Paul Zimmerman of the Wireline Competition Bureau; and Erin McGrath and Linda C. Ray of the Wireless Telecommunications Bureau.

This meeting was to discuss SBC's organizational structure and procedural issues related to the submission of confidential data. The attachment to this letter depicting SBC's organizational structure was used as a basis for the discussion.

The attachment to this letter contains information that is highly confidential and identified as copying prohibited. It is being filed pursuant to the procedures identified in the protective order adopted by the Commission in Docket No. WC 05-65.¹

¹ See SBC Communications Inc. and AT&T Corp. Applications for Approval of Transfer of Control, WC Docket No. 05-65, Order, DA 05-635 (rel. March 10, 2005).

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Please contact me at (202) 326-8915 should you have any questions.

Sincerely,

/s/ Thomas F. Hughes

Attachment

CC: Kent Nilsson *(electronic copy)*
Jim Bird *(electronic copy)*
C. Anthony Bush *(electronic copy)*
Ann Bushmiller *(electronic copy)*
Karen Onyeije *(electronic copy)*
Joel Rabinovitz, *(electronic copy)*
Ben Childers *(electronic copy)*
Bill Dever *(electronic copy)*
Marcus Maher *(electronic copy)*
Pamela Megna *(electronic copy)*
Jon Minkoff *(electronic copy)*
Craig Stroup *(electronic copy)*
Rodger Woock *(electronic copy)*
Paul Zimmerman *(electronic copy)*
Erin McGrath *(electronic copy)*
Linda C. Ray *(electronic copy)*

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